

**Reprint
as at 1 April 2013**



**Securities Act (Rights, Options, and
Convertible Securities) Exemption
Amendment Notice 2009**

(SR 2009/149)

Securities Act (Rights, Options, and Convertible Securities) Exemption
Amendment Notice 2009: revoked, on 1 April 2013, pursuant to clause 15 of
the Securities Act (Rights, Options, and Convertible Securities) Exemption
Notice 2013 (SR 2013/65).

Pursuant to the Securities Act 1978, the Securities Commission gives
the following notice (to which is appended a statement of reasons of
the Securities Commission).

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Note

Changes authorised by section 17C of the Acts and Regulations Publication Act 1989
have been made in this reprint.

A general outline of these changes is set out in the notes at the end of this reprint, together
with other explanatory material about this reprint.

This notice is administered by the Financial Markets Authority.

Notice

1 Title

This notice is the Securities Act (Rights, Options, and Convertible Securities) Exemption Amendment Notice 2009.

2 Commencement

This notice comes into force on the day after the date of its notification in the *Gazette*.

3 Principal notice amended

This notice amends the Securities Act (Rights, Options, and Convertible Securities) Exemption Notice 2002.

4 Interpretation

Clause 4(1) is amended by inserting the following definition in its appropriate alphabetical order:

“**convertible security** means any option, share warrant, convertible note, preference share, or preference unit”.

5 Exemption from section 37 of Act for equity securities

Clause 5(2) is revoked.

6 Exemption from section 37 of Act for units

Clause 6(2) is revoked.

7 Exemption from section 37A of Act for equity securities

(1) Clause 7(1)(b) is amended by adding “that was allotted before 1 October 1997”.

(2) Clause 7(2) is revoked.

8 Exemption from section 37A(1)(a) and (b) of Act for new securities

Clause 11 is amended by revoking subclause (2) and substituting the following subclause:

“(2) In this clause, **new security** means an equity security or unit that is allotted under the terms of, or on the exercise by any person of a right conferred by, any convertible security.”

Dated at Wellington this 25th day of May 2009.

The Common Seal of the Securities Commission was affixed in the presence of:

[Seal]

J Diplock,
Chairperson.

Statement of reasons

This notice, which comes into force on the day after the date of its notification in the *Gazette*, amends the Securities Act (Rights, Options, and Convertible Securities) Exemption Notice 2002.

The principal notice provides certain exemptions in relation to new equity securities or units in a unit trust (**new securities**) that are allotted under the terms of, or on the exercise by any person of a right conferred by, a convertible security. The principal notice currently specifies that different sorts of convertible securities are involved depending on whether the new securities are equity securities or units. This notice inserts a new definition of convertible security that will apply regardless of whether the new securities are equity securities or units.

The Securities Commission considers that it is appropriate to amend the principal notice because the policy of the notice is that it benefits investors if the prospectus for the convertible securities contains all relevant information about both the convertible securities and the new securities. This policy applies to new securities that are either equity securities or units. The amendment ensures that the policy applies equally whatever the precise nature of the convertible securities.

**Securities Act (Rights, Options, and
Convertible Securities) Exemption
Amendment Notice 2009**

Reprinted as at
1 April 2013

Issued under the authority of the Acts and Regulations Publication Act 1989.
Date of notification in *Gazette*: 28 May 2009.

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Notes

1 *General*

This is a reprint of the Securities Act (Rights, Options, and Convertible Securities) Exemption Amendment Notice 2009. The reprint incorporates all the amendments to the notice as at 1 April 2013, as specified in the list of amendments at the end of these notes.

Relevant provisions of any amending enactments that contain transitional, savings, or application provisions that cannot be compiled in the reprint are also included, after the principal enactment, in chronological order. For more information, see <http://www.pco.parliament.govt.nz/reprints/>.

2 *Status of reprints*

Under section 16D of the Acts and Regulations Publication Act 1989, reprints are presumed to correctly state, as at the date of the reprint, the law enacted by the principal enactment and by the amendments to that enactment. This presumption applies even though editorial changes authorised by section 17C of the Acts and Regulations Publication Act 1989 have been made in the reprint.

This presumption may be rebutted by producing the official volumes of statutes or statutory regulations in which the principal enactment and its amendments are contained.

3 *How reprints are prepared*

A number of editorial conventions are followed in the preparation of reprints. For example, the enacting words are not

included in Acts, and provisions that are repealed or revoked are omitted. For a detailed list of the editorial conventions, see <http://www.pco.parliament.govt.nz/editorial-conventions/> or Part 8 of the *Tables of New Zealand Acts and Ordinances and Statutory Regulations and Deemed Regulations in Force*.

4 Changes made under section 17C of the Acts and Regulations Publication Act 1989

Section 17C of the Acts and Regulations Publication Act 1989 authorises the making of editorial changes in a reprint as set out in sections 17D and 17E of that Act so that, to the extent permitted, the format and style of the reprinted enactment is consistent with current legislative drafting practice. Changes that would alter the effect of the legislation are not permitted. A new format of legislation was introduced on 1 January 2000. Changes to legislative drafting style have also been made since 1997, and are ongoing. To the extent permitted by section 17C of the Acts and Regulations Publication Act 1989, all legislation reprinted after 1 January 2000 is in the new format for legislation and reflects current drafting practice at the time of the reprint.

In outline, the editorial changes made in reprints under the authority of section 17C of the Acts and Regulations Publication Act 1989 are set out below, and they have been applied, where relevant, in the preparation of this reprint:

- omission of unnecessary referential words (such as “of this section” and “of this Act”)
- typeface and type size (Times Roman, generally in 11.5 point)
- layout of provisions, including:
 - indentation
 - position of section headings (eg, the number and heading now appear above the section)
- format of definitions (eg, the defined term now appears in bold type, without quotation marks)
- format of dates (eg, a date formerly expressed as “the 1st day of January 1999” is now expressed as “1 January 1999”)

- position of the date of assent (it now appears on the front page of each Act)
- punctuation (eg, colons are not used after definitions)
- Parts numbered with roman numerals are replaced with arabic numerals, and all cross-references are changed accordingly
- case and appearance of letters and words, including:
 - format of headings (eg, headings where each word formerly appeared with an initial capital letter followed by small capital letters are amended so that the heading appears in bold, with only the first word (and any proper nouns) appearing with an initial capital letter)
 - small capital letters in section and subsection references are now capital letters
- schedules are renumbered (eg, Schedule 1 replaces First Schedule), and all cross-references are changed accordingly
- running heads (the information that appears at the top of each page)
- format of two-column schedules of consequential amendments, and schedules of repeals (eg, they are rearranged into alphabetical order, rather than chronological).

**5 *List of amendments incorporated in this reprint
(most recent first)***

Securities Act (Rights, Options, and Convertible Securities) Exemption Notice 2013 (SR 2013/65): clause 15
